

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

P970000069292

Marian Medical,
Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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<input checked="" type="checkbox"/>	Art of Inc. File	EFFECTIVE DATE
<input type="checkbox"/>	LTD Partnership File	8-6-97
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Name Reservation	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
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<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

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97 AUG 11 AM 10:26
DIVISION OF CORPORATIONS

Signature

Requested by: MS

Name

Date 8/11

Time 9:45

Walk-In

Will Pick Up

28
8-11-97

ARTICLES OF INCORPORATION
OF
MARIAN MEDICAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 11 PM 1:07

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND ADDRESS

The name of this corporation is:

Marian Medical, Inc.

EFFECTIVE DATE
8-6-97

The principal and mailing address of the corporation is:

607 Highway 98 East
Destin, Florida 32541

ARTICLE II
PURPOSE

The purpose is to engage in any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
STOCK

The number of shares of common stock which the corporation shall have the authority to have outstanding at any one time shall be Five Hundred (500) shares. The shares shall have a par value of \$1.00 per share.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is as follows:

Dana C. Matthews, Esq.
607 Highway 98 East
Destin, Florida 32541

ARTICLE V
INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Dana C. Matthews

607 Highway 98 East
Destin, Florida 32541

ARTICLE VI
EFFECTIVE DATE

These Articles of Incorporation for Marian Medical, Inc. shall be effective the 6th day of August, 1997.

ARTICLE VII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

ARTICLE VIII.
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX.
INFORMAL ACTION OF DIRECTORS

If all the directors collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

ARTICLE X.
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

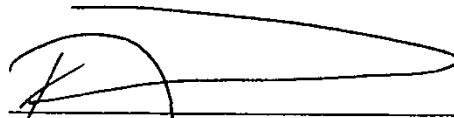
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ARTICLE XI.
BYLAWS

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The corporation shall be governed by bylaws adopted by the shareholders.

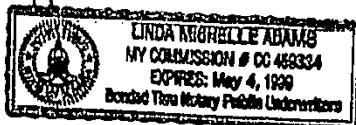
IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Incorporation under the laws of the State of Florida, this 6th day of August, 1997.


Dana C. Matthews

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared Dana C. Matthews, personally known to me or who has produced _____ as identification, to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION and he acknowledged before me that he executed same.

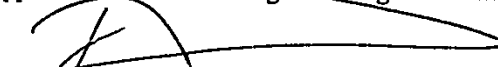
WITNESS my hand and official seal in the county and state last aforesaid this 6th day of August, 1997.




NOTARY PUBLIC
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the designation and appointment as ~~initial~~ registered agent for this corporation.


Dana C. Matthews